

VISIT...

LANZAROTE
Caliente.COM

MARVEL
COMICS

THE UNCANNY

X-MEN

#390

WWW.MARVEL.COM

The

LEGACY VIRUS
CURED--

SALVADOR
MAY 13
00



DIRECT EDITION

39011



7 59606 02461 2

\$2.25 US \$3.50 CAN

--BUT AT
WHAT COST?

SALEM CENTER, NEW YORK

HE WAS BORN
HENRY MCCOY.

OVER THE YEARS
HE CAME TO BE
KNOWN BETTER
AS THE

BEAST--

-- A BRILLIANT SCIENTIST
TRAPPED IN THE BODY OF A
BOUNCING, BLUE-FURRED...
WELL, BEAST.

AND THOUGH YOU
WOULDN'T KNOW IT
TO LOOK AT HIM --

-- HE'S ABOUT
TO SAVE THE
ENTIRE WORLD.

HUNK.

PLIP
PLIP
PLAP
PLIP



A CHANGE IS COMING. A NEW BREED OF MAN, GIFTED WITH STRANGE AND FRIGHTENING POWERS, HAS EMERGED. MANY OF THESE MUTANTS BELIEVE THEY SHOULD RULE--AND THAT OPEN CONFLICT WITH THE HUMAN MAJORITY IS INEVITABLE. HATED AND FEARED BY THOSE THEY'VE SWORN TO PROTECT, ONE GROUP STANDS IN DEFENSE OF A WORLD ON THE BRINK OF GENETIC WAR.

THE UNGANNY X-MEN

NOT THAT
HE HASN'T
HAD HELP.

HER NAME WAS DR. MOIRA
MACTAGGERT -- A RENOWNED
GENETICIST WHO SPENT THE
LAST SEVERAL MONTHS OF
HER LIFE RACING THE CLOCK.

...TO DEVELOP AN
ANTIDOTE FOR THE
"LEGACY" VIRUS.

IT IS A FATAL DISEASE THAT
PRIMARILY STRIKES MUTANTS --
THAT SMALL MINORITY OF
INDIVIDUALS GIFTED WITH
EXTRAORDINARY POWERS.

DAYS AGO, SHE DISCOVERED WHAT
SHE BELIEVED WAS THAT LONG-BOUGHT
CURE -- BUT SHE WAS KILLED BEFORE
SHE COULD PASS IT ON TO THE WORLD.

LUCKILY -- MIRACULOUSLY -- THE
KNOWLEDGE WAS SALVAGED FROM
HER MIND EVEN AS SHE DIED.*

THE BEAST HAS BEEN TRYING TO PIECE TOGETHER
THAT INFORMATION INTO THE CORRECT SEQUENCE FOR
SOME SEVENTY-TWO HOURS WITHOUT REST OR PAUSE



PETER NIKOLIEVITCH
RASPUTIN, AKA
COLOSSUS —

— THE ARMORED WARRIOR
WITH THE HEART OF A POET.



DR. CECILIA
REYES.

THIS FORMER
MEDICAL INTERN
PREFERS THE
CHAOS OF THE
EMERGENCY
ROOM TO THE
DANGER ROOM.



WHAT HAS --
HENRY?!

PROFESSOR CHARLES
FRANCIS XAVIER —

— THE FOUNDER
AND TEACHER
OF THE X-MEN.



NOW
DAT'S NOT A
SOUND YOU HEAR
EV'DAY.

REMY "GAMBIT"
LEBEAU.

ONE PART SCOUNDREL, ONE
PART THIEF, ONE PART X-MAN.





Your friend wants you
to smoke that wacky weed.
You don't know what to say. Try this.

No. Absolutely not.

I have more respect for my body than that.

I have more respect for my parents than that.

I have more respect for my little brother who thinks

I am the best thing
to happen to the planet
earth
since professional
wrestling.

I don't get high
on the
streets.

I get high above
the rim.

Where I take guys
like you to school.

So when I say NO,
I mean not now,
tomorrow.

Not this weekend
or next party.

Not ever.

Or you could just say:
I'm not into that stuff.

SELF-RESEPECT

MY ANTI DRUG

www.whatyourantidrug.com

WHAMMO

CONGRATULATIONS,
YOU OF THE MUTATED
MUTTONCHOP!

YOU'RE
THE FIRST PERSON
ON THE PLANET TO
PERPETRATE A DEED AT
THIS MOST PERFECT
OF PANACEAS!

AFTER COUNTLESS
UNCOUNTABLE AIMLESS
ATTEMPTS AT ERADICATING
THE HERETOFORE
UNERADICABLE --

-- WE'VE
DONE IT!
THE LATE DR.
MCTAGGERT
AND I HAVE
DONE IT!

HENRY, ARE
YOU SAYING
YOU'VE...?

YES,
PROFESSOR!
WE'VE DONE
IT!

WE
FOUND THE
CURE TO
THE LEGACY
VIRUS!

VA BEST
BE RIGHT
ABOUT THAT,
MCCOY.



...!

#GASP!

THANK
YOU, GOD.



FREE COMICS!



Get a **FREE 3-month**
subscription to
The Ultimate X-Men!

To receive your 3-month
subscription: Complete the
information below, include a
check or money order for
\$2.00 to cover shipping and
handling and mail the entire
form to:

Marvel Direct Marketing
Dept. KOCSEFX0
P.O. Box 1979
Danbury, CT 06813-1979

■ UXM Ultimate X-Men

Fill out the form
below or Call Toll-Free
1-877-285-3268!

Ordering is fast and easy!

Please print:

☐ **Yes!** Sign me up for my 3-issue
subscription to Ultimate X-Men.

Include \$2.00 for shipping and
handling. Make your check payable to:

Marvel Direct Marketing Inc.

DO NOT SEND CASH.

OFFER GOOD UNTIL 6/30/2001.

YES, YOU CAN PHOTOCOPY THIS AD!

NAME OF READER

DATE OF BIRTH (M/D/Y)

STREET ADDRESS

CITY

STATE

ZIP

U.S. residents only. Allow 6 to 10 weeks for delivery of your first issue.

TM & © 2000 Marvel Enterprises Inc. All rights reserved.

H01UXM32

MARVEL®

WE KNOW
AS A RESULT OF
THE MAPPING OF THE
HUMAN GENOME THAT
EVERY STRAND OF
DNA IS DIFFERENT
FROM EVERY
OTHER —
— WHILE AT
THE SAME TIME
EACH SHARES
THE SAME BASIC
PARTS.

WHY DO
I SUDDENLY FEEL
LIKE I AM BACK IN
BIOLOGY 10?

MY FAMILY
HAS A SAYIN',
DOC. 'IF YOU
AIN'T GETTIN' BY
ON BRILLIANCE —
TRY BULLDOZIN'
DEM WITH
BABBLIN'.

GET TO
THE POINT,
MCDOY.

THE
LEGACY VIRUS
TARGETS PEOPLE LIKE
US — AT LEAST IT DID
BEFORE IT STARTED
MUTATING.

HOW IT
SPREAD HAS
BEEN ONE OF
THE GREATEST
MYSTERIES
OF MODERN
SCIENCE.

AU CONTRAIRE "MODERN
SCIENCE" HAS NOTHING
TO DO WITH IT... NEVER
HAS, NEVER WILL.

THE VIRUS
WAS DESIGNED
AND UNLEASHED BY
STOFFE, A MANIACAL
MADMAN FROM
TWO MILLENNIA
HENCE.

"FROM WHAT I'VE BEEN ABLE TO GATHER
FROM THE POOL OF INFORMATION AVAILABLE TO
US, THE DISEASE WAS INITIALLY RELEASED WHEN
"PATIENT ZERO" USED HIS OR HER POWER FOR
THE FIRST TIME AFTER CONTRACTING THE GERM.

"THE CHEMICAL REACTION THAT
FOLLOWED WOULD, IN ALL
LIKELIHOOD, HAVE RESULTED IN
A SURGE OF ADRENALINE THAT
OVERWHELMED THE CELLULAR
STRUCTURE OF THE VICTIM'S BRAIN.

"IT WAS ESSENTIALLY
A 'TROJAN' VIRUS.

"UNLIKE, SAY AIDS,
WHICH IS SPREAD
THROUGH THE
EXCHANGE OF
BODILY FLUID —

"— THE LEGACY
VIRUS IS AIRBORNE
AND PIGGYBACKS
LATENT DNA STRANDS
COMMON TO HUMANS
AND MUTANTS."

SO ANYONE COULD
CONTRACT IT
ANY TIME.

HOW HORRIFYING.
A BIOLOGICAL WEAPON
THAT COULDN'T BE
COMBATED.

A DEATH
SENTENCE TO
ANYONE — LIKE MY
SISTER — WHO
WAS AFFLICTED.

"THAT WAS CORRECT,
COLOSSUS.

"UNTIL NOW.

"NOW WE HAVE THE
MEANS TO TARGET
EACH OF THE
CORRUPTED GENES.

"WE CAN CORRECT THEM
AS INSTANTANEOUSLY AS
THEY WERE CO-OPTED BY
THE LEGACY VIRUS."

WIZARD



So what do you do?

- 1) Vote for one and ONLY ONE entry in each category. Multiple votes in any category disqualify the whole ballot. And ya wouldn't want that to happen now, would ya?
- 2) What if you don't like the nominees listed? Feel free to go off the board and write in your own choice in the "write-in" category! It's easy! It's fun! It's democratic and stuff!
- 3) You don't have to vote in every category if you don't wish, and you only get to vote ONCE! All multiple ballots will be disqualified. That means none of your votes count if you try to cheat! And believe us...we have our ways of finding out.

**Ready? Then grab
an implement of
writing and GO!**

FAVORITE WRITER

- ☐ Brian Michael Bendis (*Ultimate Spider-Man*)
- ☐ Garth Ennis (*Preacher*)
- ☐ Jeph Loeb (*Batman: Dark Victory*)
- ☐ Alan Moore (*Top 10*)
- ☐ J. Michael Straczynski (*Rising Stars*)
- ☐ write-in

FAVORITE PENCILER

- ☐ Adam Kubert (*Uncanny X-Men*)
- ☐ Jon Lee (*Sentry*)
- ☐ Ed McGuinness (*Superman*)
- ☐ George Pérez (*The Avengers*)
- ☐ Leinil Francis Yu (*X-Men*)
- ☐ write-in

FAVORITE INKER

- ☐ Scott Hanna (*Thunderbolts*)
- ☐ Jimmy Palmiotti (*Punisher*)
- ☐ Art Thibert (*Captain America*)
- ☐ Tim Townsend (*Uncanny X-Men*)
- ☐ Al Vey (*The Avengers*)
- ☐ write-in

FAVORITE PAINTER

- ☐ Glenn Fabry (*Preacher*)
- ☐ Dave Johnson (*100 Bullets*)
- ☐ Joe Jusko (*Tomb Raider*)
- ☐ David Mack (*Daredevil*)
- ☐ Alex Ross (*Earth X*)
- ☐ write-in

ROCK THE VOTE!

The 8th Annual Wizard Fan Awards are upon us, and it's time for you, the comics fans of the world, to determine what's the bestest of the best in the comics world for the year 2000!

Each little box below represents a different category. Each category contains five nominees determined through a wizardworld.com poll.

FAVORITE COLORIST

- ☐ Laura DePuy (*Universe X*)
- ☐ Liquid! Graphics (*X-Men*)
- ☐ Richard Isanove (*Daredevil*)
- ☐ Jonathan D. Smith (*Fathom*)
- ☐ Travis Smith (*Violent Messiahs*)
- ☐ write-in

FAVORITE LETTERER

- ☐ Chris Eliopoulos (*Savage Dragon*)
- ☐ Todd Klein (*Detective Comics*)
- ☐ Bill Oakley (*League of Ext. Gentlemen*)
- ☐ Tom Orzechowski (*Spawn*)
- ☐ R. Starkings and Comcraft (*X-Men*)
- ☐ write-in

FAVORITE EDITOR

- ☐ Axel Alonso (*Preacher*)
- ☐ Eddin Beganza (*Superman*)
- ☐ Tom Brevoort (*The Avengers*)
- ☐ Renae Geerlings (*Rising Stars*)
- ☐ Joe Quesada (*Punisher*)
- ☐ write-in

FAVORITE HERO

- ☐ Batman (*Detective Comics*)
- ☐ Poet (*Rising Stars*)
- ☐ Punisher (*Punisher*)
- ☐ Superman (*Superman*)
- ☐ Ultimate Spider-Man (*Ultimate Spider-Man*)
- ☐ write-in

FAVORITE HEROINE

- ☐ Aspen (*Fathom*)
- ☐ Batgirl (*Batgirl*)
- ☐ Lara Croft (*Tomb Raider*)
- ☐ Vampi (*Vampi*)
- ☐ Witchblade (*Witchblade*)
- ☐ write-in

FAVORITE VILLAIN

- ☐ Bizarro (*Superman*)
- ☐ Iron Man Armor (*Iron Man*)
- ☐ Patriot (*Rising Stars*)
- ☐ Ra's Al Ghul (*JLA*)
- ☐ Two-Face (*Batman: Dark Victory*)
- ☐ write-in

FAVORITE SUPPORTING CHARACTER

- ☐ Rumiko Fujikawa (*Iron Man*)
- ☐ Commissioner Gordon (*Detective Comics*)
- ☐ Lois Lane (*Superman*)
- ☐ Spackard Dave (*Punisher*)
- ☐ Uncle Ben (*Ultimate Spider-Man*)
- ☐ write-in

FAVORITE COMIC TV OR MOVIE PROJECT

- ☐ *Batman Beyond*
- ☐ *Batman Beyond: Return of the Joker*
- ☐ *Static Shock*
- ☐ *Witchblade*
- ☐ *X-Men*
- ☐ write-in

FAVORITE COMIC MERCHANDISE

- ☐ Doctor Doom Statue
- ☐ Death Row Marv
- ☐ Green Lantern Power Battery
- ☐ Hard-Traveling Heroes action figures
- ☐ Spider-Man video game from Activision
- ☐ write-in

FAVORITE ONE-SHOT OR MINI-SERIES

- ☐ *Batman: Dark Victory*
- ☐ *Batman/Huntress: Cry for Blood*
- ☐ *Legion Lost*
- ☐ *Punisher*
- ☐ *Sentry*
- ☐ write-in

COMICS' GREATEST MOMENT—2000

- ☐ Batman "defeats" the JLA, JLA #44
- ☐ Huntress arranges the murder of her uncle/real father, *Batman/Huntress: Cry for Blood* #6
- ☐ Iron Man Armor kills Whiplash, *Iron Man* #28
- ☐ Poet reveals his powers, *Rising Stars* #7
- ☐ The Saint of Killers kills God, *Preacher* #66
- ☐ write-in

FAVORITE PUBLISHER

- ☐ CrossGen
- ☐ Dark Horse
- ☐ DC
- ☐ Marvel
- ☐ Top Cow Productions
- ☐ write-in

FAVORITE ONGOING SERIES

- ☐ *Detective Comics*
- ☐ *Rising Stars*
- ☐ *Superman*
- ☐ *Top 10*
- ☐ *Ultimate Spider-Man*
- ☐ write-in

STEP ON IT!
**Deadline is
March 1,
2001!**

Send your ballot to:
Wizard Fan Awards
c/o Wizard Entertainment
P.O. Box 118
Congers, NY 10920-0118



THE MOST IRONIC PART? MOIRA AND MYSELF AND EVERY OTHER SCIENTIFIC GENIUS ON THE PLANET TRIED TO TACKLE THIS CURE BY ANY MEANS POSSIBLE.

WE LOOKED AT THE MOLECULAR STRUCTURE OF THE VIRUS FROM EVERY CONCEIVABLE, LOGICAL, REASONABLE MANNER.

IT WASN'T UNTIL EVERYONE'S FAVORITE ANARCHISTIC TERRORIST, MYSTIQUE, USED MOIRA'S RESEARCH TO MUTATE THE LEGACY VIRUS SO THAT IT ONLY AFFECTED HUMANS.

— THAT MOIRA WAS ABLE TO LOOK AT IT FROM THE POINT OF VIEW OF SOMEONE AS EQUALLY INSANE AS STRYFE WAS.

IN SUMMATION, IT TOOK A MADWOMAN TO CRACK THE MIND OF A MADMAN.



SO WHY DON'T DAT MAKE ME FEEL ANY BETTER?

BUT... WE HAVE THE CURE.



TRUE, BUT IF THE ONLY WAY TO RELEASE THE VIRUS WAS BY TAKING THE LIFE OF THE FIRST VICTIM...

...THEN IT STANDS TO REASON...



MY GOD... YOU'RE RIGHT!

THE RELEASING OF THE CURE WOULD CAUSE THE SAME REACTION IN THE HOST BODY!



DAMN STRYFE.

HE DESIGNED A CURE THAT IS AS LETHAL AS THE DISEASE.



STARLOG

2001

AMAZING MILLENNIUM CELEBRATION

SHARE THE VOYAGE! EXPERIENCE THE EXCITEMENT! SUBSCRIBE NOW & RECEIVE 5 FREE ISSUES

Explore science fiction—the psychology of the new Millennium—in the pages of

STARLOG.

It's the galaxy's best Sci-Fi movie & TV magazine and the original for 25 years. Every issue features intriguing interviews with the Stars • Directors • Writers...fascinating behind-the-scenes coverage...and spectacular photos.

SPECIAL DISCOUNT OFFERS TO SUBSCRIBERS ONLY.
NEWSSTAND PRICE \$8.98. SUBSCRIBE AND SAVE \$33.91 (the equivalent of five free issues).



STARLOG Subscriptions

Mark the Subscription Offer that is right for you.

- ONE YEAR (USA) \$49.97
- ONE YEAR (Foreign) \$59.97 (US funds only)
- When ordering a One-Year Subscription, check here and receive your Free Collectible Back Issue.
- 6-ISSUE (USA) \$25.97
- 6-ISSUE (FOREIGN) \$32.97 (US funds only)

Send cash, check or money order to
STARLOG GROUP, INC.
475 PARK AVENUE SOUTH
NEW YORK, NY 10016

Method of Payment:

- ☐ Cash
- ☐ Check
- ☐ Money Order
- ☐ Discover
- ☐ Master Card
- ☐ Visa



Card Expiration Date: ____ / ____ (Mo./Yr.)

Your Daytime Phone #: (____) _____

Print Name As It Appears On Your Card _____

Street _____

City _____

State _____

Zip _____

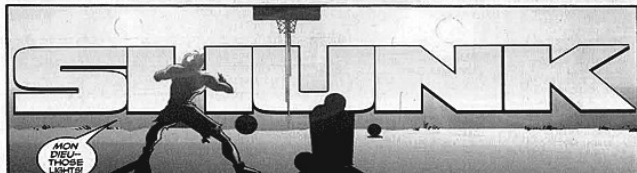
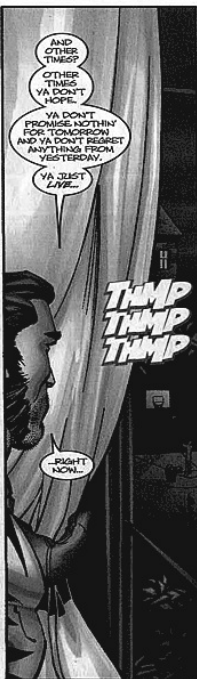
Signature _____

Total enclosed: \$ _____

IF YOU DO NOT WANT TO CUT OUT COUPON, WE WILL ACCEPT WRITTEN ORDERS. Please allow 4 to 6 weeks for delivery.

www.starlog2k.com

Account No. _____





I'M WITH YOU LEBEALL BEST
THING WE CAN DO FOR THOSE
THAT DIED—

—IS TO KEEP ON
LIVIN'. WHAT'S MORE, IT'S
UP TO US TO WRING EVERY
GOOD MOMENT WE CAN
OUT OF OUR LIVES.

WHUMP



NOT
HARDLY,
CANNON.
BUT WHO
EVER SAID
LIFE WAS
FAIR?

ACTUALLY,
IT WAS THE
GREAT CHINESE
PHILOSOPHER
NAMED—

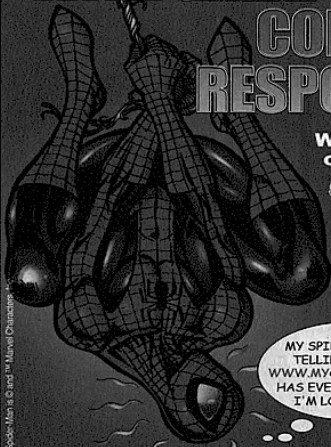
WHY AM I
SUDDENLY WISHING
FOR A SIX-PACK OF
SENTINELS T' APPEAR
ON DE FRONT
LAWN?

THE
CANADIAN
SHOOTS—

SHOSH

—HE
SCORES!

WITH GREAT SELECTION COMES GREAT RESPONSIBILITY



Spider-Man is © and TM Marvel Characters.

**Why should you check out
our subscription service?**

- **Easy for anyone to use!**
- **Monthly Super Savers!**
- **Never miss an issue!**

**We also have millions of
comics, magazines, and
collectibles in stock!**

WOW!
MY SPIDER-SENSE IS
TELLING ME THAT
WWW.MYCOMICSHOP.COM
HAS EVERYTHING THAT
I'M LOOKING FOR!

**Our Online
Want List
will e-mail
you when your
back issue comic
becomes available!**

WWW.MYCOMICSHOP.COM/MARVEL

Proudly presented by
LONE STAR COMICS

**my
comicshop.com**



We are paying CASH and issuing credit for your comics!
Check out our online buying list to see which of your comics we need!
Don't have access to the Web?

No problem! Send \$2.00 (refunded with first order) to cover shipping, and we'll send you our back issue comics price list! Do you have comics to sell or trade? Great! We're buying and trading for all sorts of comics. Just check out our online buy/trade list or send \$1.00 and we'll mail you a printed copy!

Mail to: Lone Star Comics, 511 E. Abram St., Arlington, TX 76010

LONE STAR COMICS has been serving comics fans and collectors since 1963! If you are in the Dallas / Fort Worth Metroplex, be sure to check out one of our eight fantastic store locations. Check out our web site for directions to each store!

ARLINGTON: 504 E. Abram St. (Between Collins & Cooper)
ARLINGTON: 5720 Forest Bend Dr. (I-20 and Green Oaks)
NORTH DALLAS: 11661 Preston Rd. (Preston at Forest)
FORT WORTH: 6312 Hulen Bend Blvd. (By AMC theater)

PLANO: 3100 Independence Parkway (West of Tom Thumb)
HURST: 931 Melbourne Rd. (North of Pipeline Rd.)
IRVING: 2550 N. Belt Line Rd. (Opposite Irving Mall)
MESQUITE: 3600 Gus Thomasson (At Towne Crossing)



OR DOES HE?

MY APOLOGIES, GENTLEMEN.

BECAUSE THE "NO POWERS" RULE HAD ALREADY BEEN UPENDED...



UHH.

WEREN'T WE JUST OVER THERE A SECOND AGO?

SO IT WOULD SEEM.

"YOU GET ONE SHOT IN LIFE—TAKE IT!"

"IT DON'T MATTER WHETHER YOU WIN OR LOSE, SO LONG AS YOU WIN!"



HOW ABOUT "SHUT UP AND PLAY"?

"SHUT UP?" I AM SHOCKED, PROFESSOR—SHOCKED!

AND, SIR, YOU'RE FOULING ME.

...I DID NOT BELIEVE ANYONE WOULD MIND IF I USED MY PSYCHIC POWERS TO INSINUATE MYSELF INTO THIS LIFE-DEFINING DISPLAY OF SOCIAL INTERACTION.

COULD YA MAKE "BASKETBALL" SOUND ANY MORE CLINICAL, HOMME?

I AM CERTAIN I COULD, IF I TRIED.



INSTEAD, LET MY ACTIONS SPEAK FOR ME.

www.milehighcomics.com™



**Our 2nd
warehouse is almost
full, and the boss is
buying more!
He can't be stopped!**

Help us make room!

The best option remaining to us seems to be a massive sale via the internet. You can help us by visiting our web site!

www.milehighcomics.com™

**1,000,000 Comics On Sale Now!
Prices as low as 75¢ each!**

choose from among:

200,000 X-MEN COMICS
200,000 SPIDER-MAN COMICS
100,000 AVENGER COMICS
100,000 HULK COMICS
100,000 CAPTAIN AMERICA COMICS

600,000 IMAGE COMICS
400,000 DARK HORSE COMICS
200,000 SUPERMAN COMICS
200,000 BATMAN COMICS
100,000 JUSTICE LEAGUE COMICS

For 30 years Mile High Comics has been buying collections of old comics. For the past 14 years we've been packing them into our massive 22,000 square foot West Denver warehouse. We're full to the rafters with over 10 million old comics. Our second warehouse was just completed in August, and already contains over 1 million comics. At this rate, within six months, it will also be full!

Mile High Comics is a registered ™ of Mile High Comics, Inc.

Selling online at

www.amazon.com/seller/milehighcomics

amazon.com

Auctions & zShops

INSIDE.

YOU...NEVER
GOT TO MEET
ILLYANA.

I
USED TO CALL HER
"SNOWFLAKE."

BECAUSE
EVERY SINGLE
SNOWFLAKE IN
THE WORLD IS
DIFFERENT FROM
ALL OTHERS.

OVER
COFFEE.
IN THE
KITCHEN.

I
LET HER
DOWN.

PETER, YOU HEARD
WHAT HANK SAID. THE
LEGACY VIRUS KILLS
AT RANDOM.

THERE WAS
NOTHING YOU
COULD HAVE DONE
TO SAVE HER.

NOT
FROM THE
DISEASE,
NO.

BUT SHE
SHOULD NEVER
HAVE BEEN
HERE, NOT IN
THE STATES.

I SHOULD
HAVE
SENT HER
HOME... TO
RUSSIA.

SHE
MIGHT HAVE
BEEN SAFE
THERE.

BUT I
LET HER
STAY...

...I THINK, IN PART,
BECAUSE I WAS
LONELY.

PETER,
SACRIFICING
YOURSELF ISN'T
GOING TO EVEN
THE SCORE.

NOTHING
YOU CAN DO IS
GOING TO BRING
HER BACK.

I'M A
DOCTOR. I'M
NOT GOING TO
STAND BY AND LET
YOU THROW YOUR
LIFE AWAY.

I
UNDERSTAND
THAT.

YOU
WOULD HAVE
LOVED HER,
DR. REYES.

EVERYONE
DID.

I'D LIKE TO
HEAR **MORE**
ABOUT HER.



BUT
YOUR BIO-FORCE-
FIELD IS TRIGGERED
IN RESPONSE TO
KINETIC
ENERGY.

THIS GAS
WILL MAKE IT
THROUGH THAT
FIELD.

SPRITZ

PETER,
PLEASE
-KOFF, KOFF-
DON'T...

-KOFF,
KOFF-
...



"I'M SORRY,
DOCTOR."
"I HOPE
YOU WILL
UNDERSTAND
WHY I MUST
DO THIS."

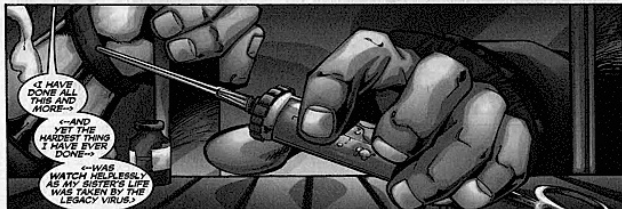
© Transworld Entertainment, Inc. 1997



"I HAVE
BATTLED
LIVING
ISLANDS."

"I HAVE FOUGHT SENTINELS
WHOSE SOLE PURPOSE WAS
TO KILL MUTANTS."

"I HAVE HELPED
TO SAVE THE ENTIRE
UNIVERSE, MORE
THAN ONCE."



"I HAVE
DONE ALL
THIS AND
MORE--"

"--AND
YET THE
HARDEST THING
I HAVE EVER
DONE--"

"--WAS
WATCH HELPLESSLY
AS MY SISTER'S LIFE
WAS TAKEN BY THE
LEGACY VIRUS."



«SOMEDAY,
THERE MAY BE
A CURE THAT DOES
NOT REQUIRE A
SACRIFICE.»

«SOMEDAY,
THE VIOLENCE
WILL STOP.»

«SOMEDAY...
CHILDREN LIKE
ILLYANA WILL NOT
BE VICTIMS OF A
WAR THEY ARE
NOT A PART
OF.»



«BUT I
CANNOT STAND
BY FOR EVEN ONE
MORE HOUR, KNOWING
SOMEWHERE, SOMEONE
ELSE'S LITTLE SISTER IS
DYING FROM THIS
DISEASE.»



«SNOWFLAKE.»

«I AM
COMING
HOME.»



HEY GUB, SUBSCRIBE TODAY!



SUBSCRIBE AND SAVE!

- 1 Title For \$23.97- A savings of \$3!
- 2 Titles For \$43.94- A savings of \$8!
- 3 Or More Titles For \$21.97 each- A savings of \$15 or more!

X-MEN

- ☐ BSH Bishop
- ☐ CAB Cable
- ☐ DDP Deadpool
- ☐ GAM Gambit
- ☐ GEN Generation X
- ☐ MTX Mutant X
- ☐ XME Uncanny X-Men
- ☐ WOL Wolverine
- ☐ XFO X-Force
- ☐ MAN X-Man
- ☐ MEN X-Men
- ☐ XHY X-Men: The Hidden Years

MARVEL ULTIMATES

- ☐ USM Ultimate Spider-Man
- ☐ UXM Ultimate X-Men

SPIDER-MAN

- ☐ AMZ Amazing Spider-Man
- ☐ SPI Peter Parker, Spider-Man
- ☐ SPG Spider-Girl

MARVEL HEROES

- ☐ AVE Avengers
- ☐ CAM Captain America
- ☐ DEF Defenders
- ☐ DDV Daredevil
- ☐ FAN Fantastic Four
- ☐ INC Hulk
- ☐ IRM Iron Man
- ☐ MKN Marvel Knights
- ☐ THO Thor
- ☐ BLT Thunderbolts

LIMITED TIME COMBO OFFER

- ☐ **Yes! I want both X-Men and Uncanny X-Men for just \$37.94**
A Savings of \$16.00!

Exclusive Subscriber Savings and Services

Your satisfaction guaranteed or your money back on all remaining issues!
IMPROVED PACKAGING!

All issues are mailed with cardboard backing in new weather resistant cellophane bags!

Ordering is fast and easy!

- ☐ **Yes! Sign me up for home delivery of the comics I've checked. I deserve the most in savings, convenience, service, and selection!**
My satisfaction is guaranteed!

Check off the subscriptions you want delivered to your home (12 issues each) and return this page or a copy to:

MARVEL DIRECT MARKETING,
P.O. BOX 1979, DANBURY, CT 06813.

Please provide credit card information or make your check or money order payable to "Marvel Direct Marketing Inc." For even faster service call: (203) 743-5331 Fax: (203) 744-9944 and have your credit card handy! Provide credit card information when ordering by phone.

OFFER GOOD UNTIL 4/01/2001.
YES, YOU CAN PHOTOCOPY THIS AD!

Please print:

NAME OF READER

DATE OF BIRTH (MM/DD/YY)

STREET ADDRESS

CITY

STATE

ZIP

of subscriptions

Amount enclosed: \$

Charge my:

☐ VISA

☐ MasterCard

CREDIT CARD #

EXPIRATION DATE

NAME OF CREDIT CARD HOLDER (IF DIFFERENT FROM NAME ABOVE)

SIGNATURE FOR CREDIT CARD ORDERS

Canada, add \$10.00 per title (in U.S. funds only, includes GST/STP 27/02/2001). Foreign, add \$12 per title in U.S. funds only. Allow 6 to 10 weeks for delivery of your first issue. TM & © 2000 Marvel Enterprises Inc. All rights reserved.

H01XMC6

WWW.MARVEL.COM

For a comic store near you call 1-800-comicbook

MARVEL

HE CAN FEEL THE CHEMICAL REACTION BUILDING.

HE KNOWS THAT BY TRIGGERING HIS MUTANT POWER AGAIN—

—HE'LL RELEASE THE CURE INTO THE ETHER.



THERE IS AMAZEMENT AS HE REALIZES THAT HE REALLY IS GOING TO DIE THIS TIME, THAT HE'LL CLOSE HIS EYES, AND NEVER WAKE UP...

...AND THEN, FOR JUST A MOMENT, HE IS MORE FRIGHTENED THAN HE'S EVER BEEN.

AS CONSCIOUSNESS LEAVES HIM, HE SWEARS HE CAN SMELL HIS SISTER'S NEWBORN SKIN, CAN HEAR HER INNOCENT LAUGHTER—



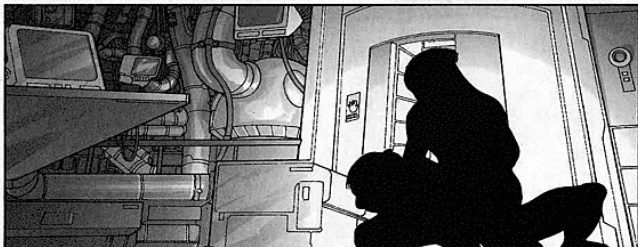
—AND PETER RASPUTIN KNOWS HE'S DONE WHAT IS RIGHT.



WHAT IN—?!

DAT LOOKS LIKE... COLOSSUS'S ENERGY SIGNATURE, TIMES INFINITY!







"YOU WANT ME TO GO WITH YOU...
TO AMERICA? BUT IF I POSSESS
SUCH POWER AS YOU SAY-- DOES
IT NOT BELONG TO THE STATE?"

"POWER SUCH AS YOURS BELONGS TO
THE WORLD, PETER-- TO BE USED FOR
THE GOOD OF ALL."

"AND BELIEVE ME--
YOUR POWERS ARE
NEEDED!"

"THEN COME. WE
WILL TALK OF THIS
WITH MY PARENTS..."

"...AND SO THIS PROFESSOR WANTS TO
TAKE ME WITH HIM-- TO TEACH ME
HOW TO DEAL WITH MY...MY MUTANT
POWERS."

"TH--THERE IS WISDOM IN
HIS WORDS, PAPA-- BUT I
AM HAPPY HERE. TELL ME,
PAPA-- WHAT SHOULD I DO?"

"DO AS YOUR HEART
TELLS YOU, MY SON.
IT WILL NOT BETRAY
YOU."

"MY HEART TELLS ME TO
STAY, PAPA-- BUT MY
CONSCIENCE TELLS ME
OTHERWISE."

"I MUST
GO, PAPA."

"THEN IT IS
RIGHT THAT
YOU DO."

Excerpted from
Clant-Sized
X-Men I, 1975

The End

So...what did you think?

Call us crazy, call us horrible, but you can't say we're afraid to take chances. We believe—and hope—that many of you out there did not see Peter's sacrifice coming. Hopefully we successfully stunned you. But far more importantly, we hope that this issue communicated something important to each and every one of you—about courage, about sacrifice, about friendship and hope. This issue was no easy task, from Scott on down the line, as every page came in from Salva, our hearts grew heavier. But we also grew stronger in our conviction that we were telling an important story that would emotionally impact our audience. As always, you will be the final judges.

Damn, we miss him.

—Mark and Pete

Hey Guys,

This issue easily could have been titled "The Perfect Storm...um... The Perfect Ororo." I enjoyed this issue more so than any other since Chris Claremont's return to our merry mutants. Chris was able to capture the best elements of suspense from the summer blockbuster, portray the overwhelming emotions that might be involved in being thrown into such a situation, and add the powers of the X-Men to bring about a much less tragic ending than what ended up happening to the people who have actually lost their lives, homes, businesses after falling victim to such tragic events. My only question (being the detail freak that I am) is how on Earth did Rogue know that Cable had parted the wave in front of the ship and perfectly time her pushing of the boat through this wave? Later in the issue, she noted that she couldn't see a thing.

Thomas Denerick's artwork was absolutely beautiful!! I've had the opportunity to see much of his work on eBay and have had the privilege of seeing a few of his pencils close up—absolutely stunning!!! He has shown an incredible talent and I hope to see more of his work in the future. Do you have him slated to do anymore work in the future?

* Kudos to Claremont and Denerick on an incredible story!!!!

Fred Chamberlain
nedsdeds@aol.com

Well, Fred, I'm glad you enjoyed the whole issue thoroughly! Chris has a great talent for doing stories of this caliber.

It has been known that most of his best to do! She was always the character driven stories. As for Rogue's feel, the southern belle directed Cable, herself, in what to do! She was going to push on ahead while Cable, dare we say, parted the seal Jeze, we haven't seen a gimmick like that since the Bible! Fred, it sounds like you're a fan of Mr. Denerick's work! Good, because you'll be

PETE FRANCO
ASSISTANT
EDITOR

MARK POWERS
EDITOR

JOE QUESADA
CHIEF

happy to know that, we along editor's row are also fans! Mark and I like his art so much that we slated him for the now available X-MEN #169 and CABLE #69. Check out the fine art in those books.

Dear X-Mail,

There are so many good things about UNCANNY X-MEN #387. First, the old logo returned! Thanks so much. The one that says 384-386 was just so plain.

Second, a new artist - one that should be able to keep his deadlines. Salvador Larroca is a good artist. While there were a few things about his art in this issue that I didn't really like, I realize that it is his first issue drawing the merry mutants.

Third, this was a Maximum Security tie-in. I love these giant crossovers. It's also nice to see that the X-Men aren't the center of the storyline, either. I can't wait to see how the Professor and Bishop get back to the X-Men.

Chip Caroon
bluedevil2002@juno.com

Glad you're an advocate of the old logo like I am. Chipl I just so happened that those issues came out the same time as the movie, and in an effort to enable casual theater goers to make a quick connection between the movie and comic book, it was decided to use the film's logo during the summer. I'm very surprised that there were some things that Salvador did that you disliked! I've read nothing but outstanding letters and reviews concerning his work! Hate to say it, but you better get used to it for the time being, because he will be here till the end of which point he'll be co-launching a top secret X-project with Chris Claremont. C'mon, you have to admit that guy is awesome!!!

Dear Mark, Pete, and crew,

MAXIMUM SECURITY!! With that awesome cover shot of Xavier and the Skulls, I was all set for an awesome space opera featuring these characters. Well, true to form, I was totally disappointed by the measly two and a half pages given to them. What gives?! And while the battle with Starhammer and company was pretty well done, I still feel cheated. The only place I wasn't cheated this issue was Larroca's incredible pencils! This guy is so good. His image of the Dark Phoenix on page two was great! I think Sal gets better with every issue he pencils. This Dream's End story looks like a thrice-repeated plot from way back, but I'll keep my eye on it, halfheartedly mind you.

Ronnie Dingman
Louisville, KY

Ronnie, how could you feel cheated? You got great art from the likes of Salvador Larroca, an awesome battle scene from the X-Men and Starhammer, and you also get a tie-in with the other Maximum Security tie-ins. You may know that our philosophy in coordinating this story across the Marvel line involved creating a common backdrop against which each book could continue to tell its own story. More than actually having our issue be a direct continuation of AVENGERS, for example, we wanted readers to feel like a huge story was unfolding that

impacted everyone to varying degrees. Hopefully you picked up the "Dream's End" arc, because if you didn't, you missed a story line that will have lasting impact on Professor X and his students. And as you have seen in this very issue, the changes have only begun...

Dear Marvel Comics:

My name is Dawn, and I enjoy reading a variety of Marvel Comics. The first comic I read every month are BISHOP, CABLE, FANTASTIC FOUR, GENERATION X, SPIDER-GIRL, X-FORCE and X-MAN. I just started reading ULTIMATE SPIDER-MAN, and I find it to be excellent! I also purchase other Marvel Comics from time to time.

I hope you don't mind me mentioning the competition. I also read Young Justice every month, and I find it to be a fun read. My complaint about Young Justice is this: all six teen members have light skin! I appreciate the fact that the teens from Generation X are from different ethnic backgrounds. I also like the fact that Bishop is a multi-ethnic teen. I hope that GENERATION REMAINS because the characters are interesting, and unique, even when ULTIMATE X-MEN debuts. The United States is a multi-ethnic country, and many comic readers enjoy seeing comic book characters of various ethnic groups.

I'm glad that Cable Summers returned to the pages of CABLE. It will be interesting seeing her go to college, have a normal life, and perhaps return to action when she is ready.

I have heard rumors about the possibility of cancelling some of the X-Books, or making them into yearly mini-series, is that true? I hope you don't cancel CABLE or GENERATION X or X-MAN. Mr. Robert Weinberg and Mr. Brian Wood are excellent writers, and they have many interesting ideas. They also have excellent storylines! X-MAN is also a very interesting book. I like the idea of Nate traveling through many alternate universes, and even meeting other mutants.

I have heard that BISHOP and X-FORCE are NOT being cancelled, and I am glad of that. I haven't been reading WOLVERINE and X-MEN recently, so I cannot comment on those titles. I don't read MUTANT X or GAMBIT; however, I hope that you listen to their fans, also.

Thank you for your time and consideration.

Dawn Imada
dawnimada@usa.net

I do have the answers to your questions, and I hope I don't destroy your love for some of the titles. I'm sorry to say that most of the titles that you mentioned will be cancelled, but we will be seeing the characters of some of those groups pop up in the various ongoing titles. GENERATION X, X-MAN, and MUTANT X will end, and X-FORCE will be undergoing major changes. Other series that will end are X-MEN: THE HIDDEN YEARS, GAMBIT, and BISHOP, but before you see those two together in the GAMBIT & BISHOP series. Thanks for the kind words, Dawn, and keep on reading!

Pete Franco

NEXT ISSUE:
THE RETURN
OF X-MAN!

X-PRESENTS **© MARVEL COMICS**
387 PARK AVENUE SOUTH • NEW YORK, NY 10006

8-MAIL
MAIL
MARVEL.COM

IF YOU DON'T WANT YOUR NAME AND ADDRESS PRINTED, PLEASE LET US KNOW.
LETTERS MAY BE EDITED FOR CONTENT AND LENGTH.
"OKAY TO PRINT"

**TRUST A FEW. FEAR THE REST.
OWN IT ALL.**



X-MEN

AVAILABLE NOW ON DVD & VHS

INCLUDES 10 MINUTES OF NEVER-BEFORE-SEEN FOOTAGE!*

© CompuServe Keyword: X-Men

MARVEL



PG-13
FOR SLIGHTLY MORE
PARENTAL STRONG



*Never before seen footage for not been shot.
© 2000 Twentieth Century Fox Film Corporation. All Rights Reserved. "X-Men" and "X-Men: The Movie" are trademarks of Twentieth Century Fox Film Corporation. All other trademarks are the property of their respective owners.

Power Up!

Want to grow?
The calcium in milk
helps your bones grow.
Momma Mia!



got milk?